Edgar Filing: DEAN FOODS CO - Form 4

Form 4											
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue				CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 ANGES IN BENEFICIAL OWNERSHIP OF SECURITIES on 16(a) of the Securities Exchange Act of 1934, c Utility Holding Company Act of 1935 or Sectio e Investment Company Act of 1940					OMB APPROVAL OMB 3235-0287 Number: January 31, Expires: January 31, 2005 Estimated average burden hours per response 0.5		
See Instruction 1(b).					, company)	01 19				
(Print or Type R	esponses)										
GREEN STEPHEN L Syr			Symbol	2. Issuer Name and Ticker or Trading Symbol DEAN FOODS CO [DF]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			(Check all applicable)					
285 RIVERS 250	SIDE AVENU	JE, SUITE	(Month/D 09/30/20	•				X Director Officer (give below)		6 Owner er (specify	
				ndment, Date Original th/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
WESTPORT	, CT 06880								More than One R		
(City)	(State)	(Zip)	Tabl	a I - Non-I) Jorivativa (Socuri	tios A c	quired, Disposed o	or Bonoficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Yo	ear) Executi any		3. Transact Code (Instr. 8)	 4. Securi ionAcquired Disposed (Instr. 3, 7 Amount 	ties l (A) o l of (D 4 and (A) or	er P)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-	
Common Stock	09/30/2010			А	4,630 (1)	А	\$0	175,352 <u>(2)</u>	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
GREEN STEPHEN L 285 RIVERSIDE AVENUE SUITE 250 WESTPORT, CT 06880	Х						
Signatures							
Katherine K. Connell, Attorney-In-Fact		10/04/2	010				
<u>**</u> Signature of Reporting Person		Date					

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These are shares of restricted stock issued in payment of fees owed for services as an independent director. All such shares are subject to vesting in three equal increments, with the first vesting occurring as of the date the shares were issued and then annually thereafter.
- (2) Includes 2,220 shares of Common Stock from deferred stock units that have vested, and the reporting person has elected to defer receipt until he is no longer a member of the Issuer's Board of Directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.